

Form PTO-1594 (Rev. 03/05)
OMB Collection 0651-0027 (exp. 6/30/2005)

U.S. DEPARTMENT OF COMMERCE
U.S. Patent and Trademark Office

Attorney Docket No.: B2010-4089

RECORDATION FORM COVER SHEET TRADEMARKS ONLY

To the Director of the U. S. Patent and Trademark Office: Please record the attached documents or the new address(es) below:

1. Name of conveying party(ies)

Name: The Program Corp.

- ☐ Individual(s) ☐ Association
☐ General Partnership ☐ Limited Partnership
☒ Corporation – State: Delaware
Other _____

Citizenship: (see guidelines) _____

Additional name(s) of conveying party(ies) attached? No

3. Nature of conveyance/Execution Date(s):

Execution date(s) January 18, 2007

- ☐ Assignment ☒ Merger
☐ Security Agreement ☐ Change of Name
☐ Other _____

2. Name and address of receiving party(ies):

Name: The Burton Corporation

Internal Address: _____

Street Address: 80 Industrial Parkway

City: Burlington

State: Vermont

Country: U.S. Zip: 05401

- ☐ Association ☐ Citizenship
☐ General Partnership ☐ Citizenship
☐ Limited Partnership ☐ Citizenship
☒ Corporation Citizenship: Vermont
☐ Other _____ Citizenship: _____

If assignee is not domiciled in the United States, a domestic representative designation is attached. ☐ Yes ☐ No
(Designations must be a separate document from assignment.)

4. Application number(s) or Registration number(s):

A. Trademark Application No(s):

B. Trademark Registration No(s):

SEE ATTACHED SCHEDULES

Additional number(s) attached? ☒ Yes ☐ No

C. Identification or Description of Trademark(s) (and Filing Date if Application or Registration Number is unknown)

5. Name and address of party to whom correspondence concerning document should be mailed:

Ann Lamport Hammitte
Lowrie, Lando & Anastasi, LLP
Riverfront Office Park
One Main Street, Eleventh Floor
Cambridge, MA 0214

Phone No.: 617-395-7000
Fax No.: 617-395-7070

Email Address: ahammitte@LL-A.com

6. Total number of applications and registrations involved:

14

7. Total fee (37 CFR 2.6(b)(6) & 3.41))

\$ 365.00

- ☐ Authorized to be charged by credit card
☒ Authorized to be charged to deposit account
☐ Enclosed

8. Payment information:

- a. Credit Card Last 4 numbers _____
Expiration Date: _____
b. Deposit Account Number: 50/2762

9. Signature:

Signature

Ann Lamport Hammitte (Name of person signing)

March 12, 2007

Date

Total Number of pages including cover sheet, attachments, and document: 8

CH \$365.00 502762 78665952

TRADEMARK

SCHEDULE A
PENDING U.S. TRADEMARKS
in the name of The Program Corp.

Trademark	Client-Matter	Status	Serial No.	Filing Date
FORUM	B2010-2037	Pending	78/665952	07-Jul-2005
FORUM (AND DESIGN)	B2010-2038	Pending	78/668252	12-Jul-2005

SCHEDULE B
REGISTERED U.S. TRADEMARKS
in the name of The Program Corp

Trademark	Client-Matter	Status	Registration	Registration Date
BLEND	B2010-2028	Registered	2075203	01-Jul-1997
BLENDTECH	B2010-2029	Registered	2132855	27-Jan-1998
F DESIGN	B2010-2009	Registered	2717203	20-May-2003
FORUM	B2010-2000	Registered	2207535	01-Dec-1998
FOURSQUARE	B2010-2012	Registered	2134652	03-Feb-1998
FOURSQUARE DESIGN	B2010-2010	Registered	2545697	12-Mar-2002
I-LOCK	B2010-2008	Registered	2748113	05-Aug-2003
JEENYUS	B2010-2021	Registered	2767613	23-Sep-2003
JEENYUS DEVICE	B2010-2022	Registered	2773963	14-Oct-2003
SB (STYLIZED)	B2010-2026	Registered	2266961	03-Aug-1999
SPECIAL BLEND (word mark)	B2010-2039	Registered	3183395	12-Dec-2006
SPECIAL BLEND DESIGN	B2010-2027	Registered	1822913	22-Feb-1994

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REEL: 003497 FRAME: 0949

STATE OF VERMONT
OFFICE OF SECRETARY OF STATE

Certificate of Merger

I, Deborah L. Markowitz, Vermont Secretary of State, do hereby certify that

THE PROGRAM CORP.

a Delaware domestic corporation

merged into

THE BURTON CORPORATION

a Vermont domestic corporation

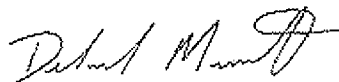
effective in this office on January 27, 2007.

The name of the surviving corporation is

THE BURTON CORPORATION

January 29, 2007

Given under my hand and the seal
of the State of Vermont, at
Montpelier, the State Capital



Deborah Markowitz
Secretary of State



TRADEMARK

**ARTICLES OF MERGER
UNDER
THE VERMONT BUSINESS CORPORATION ACT**

Re: Merger of The Program Corp., a Delaware corporation, into The Burton Corporation, a Vermont Corporation.

1. The Program Corp. shall merge with and into The Burton Corporation pursuant to Section 11.04 of the Vermont Business Corporation Act, in a merger in which The Burton Corporation will be the surviving corporation (the "Surviving Corporation" and jointly with The Program Corp., the "Constituent Corporations"), in accordance with the Agreement and Plan of Merger attached as Exhibit A and incorporated herein by this reference.
2. The Program Corp. is the wholly owned subsidiary of The Burton Corporation. The merger has been approved by the boards of directors of each of the Constituent Corporations. No shareholder vote of either of the Constituent Corporations is required.
3. The merger and these Articles of Merger shall become effective at 11:59 p.m. January 27, 2007.

IN WITNESS WHEREOF, The Burton Corporation, as the Surviving Corporation, has caused these Articles of Merger to be executed by the officer whose signature appears below, hereunto duly authorized, this January 18th, 2007.

THE BURTON CORPORATION


Laurent Potdevin

Hereunto Duly Authorized

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Exhibit A**AGREEMENT AND PLAN OF MERGER**

THIS AGREEMENT AND PLAN OF MERGER, dated the 18th day of January, 2007, by and between The Burton Corporation, a Vermont corporation with a principal office at 80 Industrial Parkway, Burlington, Vermont, (hereinafter referred to as "Burton") and The Program Corp., a Delaware corporation with a principal place of business at 80 Industrial Parkway, Burlington, Vermont (hereinafter referred to as "Subsidiary") (Burton and Subsidiary sometimes are hereafter referred to as the "Constituent Corporations"),

WITNESSETH:

WHEREAS, Subsidiary is wholly owned by Burton;

WHEREAS, the boards of directors of Burton and Subsidiary have determined that it is desirable that Subsidiary should merge with and into Burton (hereinafter sometimes referred to as the "Surviving Corporation") pursuant to this agreement and plan of merger (hereinafter referred to as this "Agreement and Plan of Merger"); and

WHEREAS, the Constituent Corporations desire to accomplish the transaction set forth above in accordance with Section 11.04 of the Vermont Business Corporation Act and Section 253 of the General Corporation Law of the State of Delaware (the "Delaware General Corporation Law") and other applicable provisions of the Vermont Business Corporation Act and the Delaware General Corporation Law and the laws of the States of Vermont and Delaware generally, and in a manner which will cause it to qualify as a tax free reorganization within the meaning of section 368(a)(1)(A) of the Internal Revenue Code of 1986, as amended;

NOW THEREFORE, in order to consummate the transaction set forth above and in consideration of the mutual covenants and agreements herein contained, the Constituent Corporations hereby agree as follows:

1. **THE MERGER**

1.1 **Adoption and Approval.** This Agreement and Plan of Merger has been duly adopted by the boards of directors of each of the Constituent Corporations.

1.2 **Merger of Subsidiary into Burton.** Subsidiary shall merge with and into Burton (hereinafter referred to as the "Merger") in accordance with the applicable statutes of the State of Vermont pursuant to the terms and provisions of this Agreement and Plan of Merger.

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1.3 Articles of Merger and Certificate of Ownership. Simultaneously with the execution and delivery of this Agreement and Plan of Merger, the Constituent Corporations shall execute Articles of Merger (hereinafter called the "Articles of Merger") as required by Section 11.05 of the Vermont Business Corporation Act. The Articles of Merger shall be filed with the Vermont Secretary of State. Simultaneously with the execution and delivery of this Agreement and Plan of Merger, a Certificate of Ownership Merging the Subsidiary into Burton shall be executed, acknowledged and filed, as required by §253 of the Delaware General Corporation Law with the Secretary of the State of Delaware and the Recorder of Deeds of Willmington County, Delaware.

1.4 Effective Date. The Merger shall become effective at 11:59 p.m. on January 27, 2007, (such date herein sometimes called the "Effective Date.")

2. EFFECT OF MERGER.

2.1 Statutory Results. On the Effective Date, the legal results of the Merger shall be as provided in Section 11.06 of the Vermont Business Corporation Act and Section 259 of the Delaware General Corporation Law including, without limitation:

- (a) the separate existence of Subsidiary shall cease;
- (b) the Surviving Corporation shall possess all the rights, privileges, immunities, purposes and franchises, both public and private, of Subsidiary as well as its own;
- (c) all real property and personal property, tangible and intangible, of every kind and description, belonging to Subsidiary shall be vested in the Surviving Corporation without further act or deed, and the title to any real estate or interest therein, vested in Subsidiary, shall not revert or be in any way impaired by reason of the Merger provided for herein;
- (d) the Surviving Corporation shall be liable for all the obligations and liabilities of Subsidiary as well as its own and any claim existing or action or proceeding pending by or against Subsidiary may be enforced against the Surviving Corporation; and
- (e) neither the rights of creditors nor any liens upon, or security interests in, the property of Subsidiary shall be impaired by the Merger.

2.2 Effect of Merger on Equity Securities of the Constituent Corporations. On the Effective Date, the authorized, as well as the issued and outstanding, equity securities of the Constituent Corporations shall be as follows:

- (a) The Merger shall effect no change in either the authorized or the issued and outstanding shares of either class of stock of Burton.

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-2-

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(b) Each share of Subsidiary common stock issued and held or owned of record on the Effective Date by Burton shall be canceled and no shares of stock or other securities of Burton shall be issuable and no cash or other property shall be exchangeable therefor, and all authorized but unissued shares of Subsidiary common stock shall be canceled.

3. AMENDMENT.

The Constituent Corporations may amend, modify or supplement this Agreement and Plan of Merger in such manner as may be agreed upon by their boards of directors in writing at any time.

4. MISCELLANEOUS.

4.1 Entire Agreement. This Agreement and Plan of Merger constitutes the entire agreement between the Constituent Corporations and supersedes all prior agreements and undertakings, oral and written, between the Constituent Corporations with respect to the subject matter hereof.

4.2 Binding Effect and Benefit. This Agreement and Plan of Merger shall inure to the benefit of and be binding upon the Constituent Corporations and their respective successors. Nothing in this Agreement and Plan of Merger, expressed or implied, is intended to confer on any person or entity, other than the Constituent Corporations or their respective successors, any rights, remedies, obligations or liabilities hereunder or by reason hereof.

4.3 Counterparts. This Agreement and Plan of Merger may be executed in any number of counterparts, each of which shall be deemed to be an original and all of which together shall be deemed to be one and the same instrument.

4.4 Governing Law. This Agreement and Plan of Merger shall be construed, governed and enforced in accordance with the laws of the State of Vermont and the United States of America.

4.5 Additional Documents. The Constituent Corporations will execute, at any time and from time to time, either before or after the Effective Date, such additional instruments and will take such action as may be reasonably requested by the other Constituent Corporation to confirm or perfect title to any property transferred by virtue of the Merger or otherwise to carry out the intent and purposes of the Agreement and Plan of Merger.

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IN WITNESS WHEREOF, each of the Constituent Corporations has caused this Agreement and Plan of Merger to be executed by the officer whose signature appears below, hereunto duly authorized as of the date set forth in the preamble hereof.

THE BURTON CORPORATION

By: 

Laurent Potdevin

Authorized Officer

THE PROGRAM CORP.

By: 

Michael Abbott

Authorized Officer

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-4-

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